

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

INNKEEPERS USA TRUST, et al.,

Debtors.

Chapter 11

Case No. 10-13800 (SCC)

(Jointly Administered)

LNR PARTNERS, LLC and LNR SECURITIES
HOLDINGS, LLC,

Plaintiffs,

Adv. Pro. No. 10-04237-SCC

V.

CRES INVESTMENT NO. II, LP,

Defendant.

**ORDER AUTHORIZING THE FILING OF THE REPLY
AFFIDAVIT OF LAWRENCE P. GOTTESMAN UNDER SEAL**

Upon the Motion by LNR Securities Holdings, LLC (“LNRSH”) and its special servicing affiliate, LNR Partners, LLC (“LNR”) (collectively, “Plaintiffs”) for Entry of an Order Authorizing the Filing of the Reply Affidavit of Lawrence P. Gottesman Under Seal (the “Motion”), and it appearing that (i) the relief requested in the Motion is appropriate; (ii) the Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (iii) venue of this proceeding and this Motion in this District is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and (iv) notice of this Motion was appropriate under the particular circumstances and that no other or further notice need be given; and after due deliberation and sufficient cause appearing therefore, it is hereby:

ORDERED that the Motion is GRANTED; and it is further

ORDERED that Plaintiffs are authorized to file the Reply Affidavit (as defined in the Motion) under seal; and it is further

ORDERED that all information filed under seal pursuant to this Order shall remain under seal until further order of the Court; and it is further

ORDERED that all information filed under seal pursuant to this Order shall be treated as Highly Confidential under the terms of the Stipulated Protective Order, entered in the main case, case no. 10-13800, on August 16, 2010, by any party receiving such information whether or not such party is a party to the Stipulated Protective Order; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from ore relating to the implementation of this Order.

Dated: December __, 2010
New York, New York

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE